

Lauren Lonergan Taylor, Esquire
Matthew E. Hoffman, Esquire

Duane Morris LLP

A Delaware Limited Liability Partnership

30 South 17th Street

Philadelphia, PA 19103-4196

Telephone: (215) 979-1503/1524

Facsimile: (215) 689-4434/4922

E-mail: LLTaylor@duanemorris.com

E-mail: MEHoffman@duanemorris.com

and

Denyse Sabagh, Esquire (Va. I.D. No. 17003)

Duane Morris LLP

505 9th Street, N.W., Suite 1000

Washington, DC 20004-2166

Telephone: (202) 776-7817

Facsimile: (202) 379-9867

E-mail: DSabagh@duanemorris.com

Counsel for Principal Life Insurance Company

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
(Richmond Division)**

In re:)	Chapter 11
)	
CIRCUIT CITY STORES, INC., et al.,)	Case No. 08-35653 (KRH)
)	
Debtors.)	(Jointly Administered)
)	

**ORDER GRANTING MOTION OF PRINCIPAL LIFE
INSURANCE COMPANY FOR AN ORDER (A) COMPELLING DEBTOR TO
IMMEDIATELY PAY ADMINISTRATIVE RENT PURSUANT TO
11 U.S.C. §§ 365(d)(3) AND 503(b), AND (B) GRANTING RELATED RELIEF**

This matter having come before the Court upon the Motion and Supporting Memorandum of Principal Life Insurance Company (“Principal”) for an Order (A) Compelling Debtor to Immediately Pay Administrative Rent Pursuant to 11 U.S.C. §§ 365(d)(3) and 503(b), and (B) Granting Related Relief (the “Motion”) filed in the bankruptcy cases of the above-captioned debtors and debtors in possession, the Court finds that (i) it has jurisdiction over the matters

raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334, (ii) this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (iii) proper and adequate notice of the Motion and the opportunity for a hearing thereon has been given and no other or further notice is necessary, and (iv) good and sufficient cause exists for the granting of the relief requested in the Motion after having given due deliberation upon the Motion and the arguments presented at any hearing had thereupon. Therefore,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is **GRANTED**.
2. Unless otherwise defined herein, each capitalized term shall have the meaning ascribed to it in the Motion.
3. Circuit City Stores, Inc. (the “Debtor”) is directed to pay to Principal, within two (2) business days after the entry of this Order, the November Rent in the total aggregate amount of \$118,772.50.
4. The Debtor shall, within two (2) business days after its receipt of a written request from Principal therefor, reimburse Principal for (a) all interest at the default rate and late charges which have accrued or may continue to accrue in accordance with the Leases on account of the November Rent until such time as the November Rent is paid in full, and (b) all attorneys’ fees and costs incurred by Principal in preparing and prosecuting the Motion.
5. The Debtors shall make all future monthly payments of administrative rent and any and all other amounts due and owing under the Leases in full to Principal on or before the last day of each and every month hereafter during which administrative rent and other amounts become due and owing as required by the Leases.

6. This Court retains jurisdiction to enforce and implement the terms and provisions of this Order and to resolve any and all disputes related thereto.

ENTERED in Richmond, Virginia this ____ day of _____, 2008.

Honorable Kevin R. Huennekens
United States Bankruptcy Judge